



**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

ENTERED
03/15/2018

In re:

IHEARTMEDIA, INC., *et al.*¹

Debtors.

§	Chapter 11
§	Case No. 18-31274 (MI)
§	(Jointly Administered)
§	Re: Docket No. 5

ORDER (I) AUTHORIZING THE DEBTORS TO FILE A CONSOLIDATED LIST OF CREDITORS AND A CONSOLIDATED LIST OF THE 30 LARGEST UNSECURED CREDITORS, (II) AUTHORIZING THE DEBTORS TO REDACT CERTAIN PERSONAL IDENTIFICATION INFORMATION, (III) APPROVING THE FORM AND MANNER OF NOTIFYING CREDITORS OF THE COMMENCEMENT OF THESE CHAPTER 11 CASES, AND (IV) GRANTING RELATED RELIEF

Upon the motion (the “Motion”)² of the above-captioned debtors and debtors in possession (collectively, the “Debtors”) for entry of an order (this “Order”), (a) authorizing the Debtors to file a consolidated creditor matrix and list of the 30 largest general unsecured creditors in lieu of submitting separate mailing matrices and creditor lists for each Debtor, (b) authorizing the Debtors to redact certain personal identification information, (c) approving the form and manner of notice of commencement of these chapter 11 cases and the scheduling of the meeting of creditors under section 341 of the Bankruptcy Code, and (d) granting related relief, all as more fully set forth in the Motion; and upon the First Day Declaration; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and this Court having found

¹ Due to the large number of Debtors in these chapter 11 cases, for which joint administration has been requested, a complete list of the Debtors and the last four digits of their tax identification, registration, or like numbers is not provided herein. A complete list of such information may be obtained on the website of the Debtors’ proposed claims and noticing agent at <http://cases.primeclerk.com/iheartmedia>. The location of Debtor iHeartMedia, Inc.’s principal place of business and the Debtors’ service address is: 20880 Stone Oak Parkway, San Antonio, Texas 78258.

² Capitalized terms used but not otherwise defined herein have the meanings ascribed to them in the Motion.

that this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and this Court having found that it may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is permissible pursuant to 28 U.S.C. §§ 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors' estates, their creditors, and other parties in interest; and this Court having found that the Debtors' notice of the Motion and opportunity for a hearing on the Motion were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion and having heard the statements in support of the relief requested therein at a hearing before this Court (the "Hearing"); and this Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish just cause for the relief granted herein; and this Court having determined that the relief requested in the Motion is necessary to avoid immediate and irreparable harm to the Debtors and their estates and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefor, it is HEREBY ORDERED THAT:

1. The Motion is granted as set forth herein.
2. The Debtors are authorized to file a single consolidated Creditor Matrix for all of these chapter 11 cases.
3. The Debtors are authorized to file a consolidated Top 30 List.
4. The Debtors are authorized to redact information in respect of individual employees and customers listed on the Creditor Matrix or similar document filed with the Court.
5. The Debtors are authorized to serve the Notice of Commencement, substantially in the form attached hereto as Exhibit 1, on the Creditor Matrix. Service of the Notice of Commencement shall be deemed adequate and sufficient notice of: (a) the commencement of

these chapter 11 cases; and (b) the scheduling of the meeting of creditors under section 341 of the Bankruptcy Code.

6. The Debtors are authorized to redact information in respect of individual employees and customers listed on the Creditor Matrix or similar document filed with the Court; *provided* that the Debtors shall provide, upon request, an unredacted version of the Creditor Matrix to the Court, the United States Trustee, and any statutory committee appointed in these chapter 11 cases.

7. The Debtors are authorized to take all actions necessary to effectuate the relief granted in this Order in accordance with the Motion.

8. This Court retains exclusive jurisdiction with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: 3-15, 2018
Houston, Texas


THE HONORABLE MARVIN ISGUR
UNITED STATES BANKRUPTCY JUDGE

EXHIBIT 1

Proposed Notice of Commencement

Information to identify the case:**Debtors:**

<u>Debtors:</u>	<u>EIN:</u>
<u>iHeartMedia, Inc.</u>	<u>26-0241222</u>
<u>AMFM Broadcasting Licenses, LLC</u>	<u>01-0824545</u>
<u>AMFM Broadcasting, Inc.</u>	<u>95-4068583</u>
<u>AMFM Operating, Inc.</u>	<u>13-3649750</u>
<u>AMFM Radio Licenses, LLC</u>	<u>75-2779594</u>
<u>AMFM Texas Broadcasting, LP</u>	<u>75-2486577</u>
<u>AMFM Texas Licenses, LLC</u>	<u>75-2486580</u>
<u>AMFM Texas, LLC</u>	<u>74-2939082</u>
<u>Capstar Radio Operating Company</u>	<u>13-3922738</u>
<u>Capstar TX, LLC</u>	<u>13-3933048</u>
<u>CC Broadcast Holdings, Inc.</u>	<u>20-2302507</u>
<u>CC Finco Holdings, LLC</u>	<u>26-3757034</u>
<u>CC Licenses, LLC</u>	<u>20-3498527</u>
<u>Christal Radio Sales, Inc.</u>	<u>13-2618663</u>
<u>Cine Guarantors II, Inc.</u>	<u>95-2960196</u>
<u>Citicasters Co.</u>	<u>31-1081002</u>
<u>Citicasters Licenses, Inc.</u>	<u>90-0183894</u>
<u>Clear Channel Broadcasting Licenses, Inc.</u>	<u>88-0309517</u>
<u>Clear Channel Holdings, Inc.</u>	<u>88-0318078</u>
<u>Clear Channel Investments, Inc.</u>	<u>91-1883551</u>
<u>Clear Channel Metro, LLC</u>	<u>45-2627822</u>
<u>Clear Channel Mexico Holdings, Inc.</u>	<u>81-5048379</u>
<u>Clear Channel Real Estate, LLC</u>	<u>74-2745435</u>
<u>Critical Mass Media, Inc.</u>	<u>31-1228174</u>
<u>iHeartCommunications, Inc.</u>	<u>74-1787539</u>
<u>iHeartMedia + Entertainment, Inc.</u>	<u>74-2722883</u>
<u>iHeartMedia Capital I, LLC</u>	<u>27-0263715</u>
<u>iHeartMedia Capital II, LLC</u>	<u>27-0269010</u>
<u>iHeartMedia Management Services, Inc.</u>	<u>02-0619566</u>
<u>iHM Identity, Inc.</u>	<u>27-1992018</u>
<u>Katz Communications, Inc.</u>	<u>13-0904500</u>
<u>Katz Media Group, Inc.</u>	<u>13-3779266</u>
<u>Katz Millennium Sales & Marketing, Inc.</u>	<u>06-0963166</u>
<u>Katz Net Radio Sales, Inc.</u>	<u>74-3221051</u>
<u>M Street Corporation</u>	<u>54-1526578</u>
<u>Premiere Networks, Inc.</u>	<u>95-4083971</u>
<u>Terrestrial RF Licensing, Inc.</u>	<u>55-0858211</u>
<u>TTWN Media Networks, LLC</u>	<u>52-1124973</u>
<u>TTWN Networks, LLC</u>	<u>76-0505148</u>

United States Bankruptcy Court for the Southern District of Texas

Case Number: <u>Case No. 18-31274</u>	Date case filed for Chapter 11: <u>March 14, 2018</u>
<u>(MI)</u>	

Official Form 309F (For Corporations or Partnerships)**Notice of Chapter 11 Bankruptcy Case**

12/17

For the debtor listed above, a case has been filed under chapter 11 of the Bankruptcy Code. An order for relief has been entered.

This notice has important information about the case for creditors, debtors, and trustees, including information about the meeting of creditors and deadlines. Read both pages carefully.

The filing of the case imposed an automatic stay against most collection activities. This means that creditors generally may not take action to collect debts from the debtor or the debtor's property. For example, while the stay is in effect, creditors cannot sue, assert a deficiency, repossess property, or

otherwise try to collect from the debtor. Creditors cannot demand repayment from the debtor by mail, phone, or otherwise. Creditors who violate the stay can be required to pay actual and punitive damages and attorney's fees.

Confirmation of a chapter 11 plan may result in a discharge of debt. A creditor who wants to have a particular debt excepted from discharge may be required to file a complaint in the bankruptcy clerk's office within the deadline specified in this notice. (See line 11 below for more information.)

To protect your rights, consult an attorney. All documents filed in the case may be inspected at the bankruptcy clerk's office at the address listed below or through PACER (Public Access to Court Electronic Records at www.pacer.gov).

The staff of the bankruptcy clerk's office cannot give legal advice.

Do not file this notice with any proof of claim or other filing in the case.

1. Debtors' full name: See chart below.

List of Jointly Administered Cases

NO.	DEBTOR	ADDRESS	CASE NO.	EIN #
1	iHeartMedia, Inc.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31274	26-0241222
2	AMFM Broadcasting Licenses, LLC	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31277	01-0824545
3	AMFM Broadcasting, Inc.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31278	95-4068583
4	AMFM Operating, Inc.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31279	13-3649750
5	AMFM Radio Licenses, LLC	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31280	75-2779594
6	AMFM Texas Broadcasting, LP	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31281	75-2486577
7	AMFM Texas Licenses, LLC	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31282	75-2486580
8	AMFM Texas, LLC	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31283	74-2939082
9	Capstar Radio Operating Company	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31284	13-3922738
10	Capstar TX, LLC	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31285	13-3933048
11	CC Broadcast Holdings, Inc.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31286	20-2302507
12	CC Finco Holdings, LLC	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31287	26-3757034
13	CC Licenses, LLC	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31288	20-3498527
14	Christal Radio Sales, Inc.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31289	13-2618663
15	Cine Guarantors II, Inc.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31290	95-2960196
16	Citicasters Co.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31291	31-1081002
17	Citicasters Licenses, Inc.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31292	90-0183894
18	Clear Channel Broadcasting Licenses, Inc.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31293	88-0309517
19	Clear Channel Holdings, Inc.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31294	88-0318078
20	Clear Channel Investments, Inc.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31295	91-1883551
21	Clear Channel Metro, LLC	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31296	45-2627822
22	Clear Channel Mexico Holdings, Inc.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31297	81-5048379
23	Clear Channel Real Estate, LLC	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31298	74-2745435

NO.	DEBTOR	ADDRESS	CASE NO.	EIN #
24	Critical Mass Media, Inc.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31299	31-1228174
25	iHeartCommunications, Inc.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31273	74-1787539
26	iHeartMedia + Entertainment, Inc.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31300	74-2722883
27	iHeartMedia Capital I, LLC	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31275	27-0263715
28	iHeartMedia Capital II, LLC	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31276	27-0269010
29	iHeartMedia Management Services, Inc.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31301	02-0619566
30	iHM Identity, Inc.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31302	27-1992018
31	Katz Communications, Inc.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31303	13-0904500
32	Katz Media Group, Inc.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31304	13-3779266
33	Katz Millennium Sales & Marketing, Inc.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31305	06-0963166
34	Katz Net Radio Sales, Inc.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31306	74-3221051
35	M Street Corporation	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31307	54-1526578
36	Premiere Networks, Inc.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31308	95-4083971
37	Terrestrial RF Licensing, Inc.	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31309	55-0858211
38	TTWN Media Networks, LLC	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31310	52-1124973
39	TTWN Networks, LLC	20880 Stone Oak Parkway San Antonio, Texas 78258	Case No. 18-31311	76-0505148

2. All other names used in the last 8 years:

See Rider 1.3. Address: See chart above.

4. Debtors' attorneys:

JACKSON WALKER L.L.P.

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-and-

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 James H.M. Sprayregen, P.C. (*pro hac vice* pending)
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 Brian D. Wolfe (*pro hac vice* pending)
 William A. Guerrieri (*pro hac vice* pending)
 300 North LaSalle Street
 Chicago, Illinois 60654
 Telephone: (312) 862-2000
 Facsimile: (312) 862-2200

Debtors' notice and claims agent (for court documents and case information inquiries):

If by First-Class Mail:

iHeartMedia, Inc. Claims Processing Center
 c/o Prime Clerk LLC
 FDR Station, PO Box 225392
 New York, NY 10150

If by Hand Delivery or Overnight Mail:

iHeartMedia, Inc. Claims Processing Center
 c/o Prime Clerk LLC
 850 Third Avenue, Suite 412
 Brooklyn, NY 11232

U.S. toll-free: (877) 756-7779

International: (347) 505-7142

Email: iHeartMediaInfo@PrimeClerk.com

Case website: <https://cases.primeclerk.com/iHeartMedia>

<p>Email: james.sprayregen@kirkland.com anup.sathy@kirkland.com brian.wolfe@kirkland.com will.guerrieri@kirkland.com</p> <p>-and-</p> <p>KIRKLAND & ELLIS LLP KIRKLAND & ELLIS INTERNATIONAL LLP Christopher J. Marcus, P.C. (<i>pro hac vice</i> pending) 601 Lexington Avenue New York, New York 10022 Telephone: (212) 446-4800 Facsimile: (212) 446-4900 Email: christopher.marcus@kirkland.com</p>	
<p>5. Bankruptcy clerk's office Documents in this case may be filed at this address.</p> <p>You may inspect all records filed in this case at this office or online at www.pacer.gov.</p>	<p>United States Courthouse 515 Rusk Avenue Houston, Texas 77002</p> <p>Hours open: Monday – Friday 8:00 AM – 5:00 PM Contact phone: 713-250-5500</p> <p>All documents in this case are available free of charge on the website of the Debtors' notice and claims agent at http://cases.primeclerk.com/iheartmedia.</p>
<p>6. Meeting of Creditors The debtor's representative must attend the meeting to be questioned under oath. Creditors may attend, but are not required to do so.</p>	<p>Time and Date: To be Determined The meeting may be continued or adjourned to a later date. If so, the date will be on the court docket.</p> <p>Location: To be Determined</p>
<p>7. Proof of claim deadline:</p> <p>A proof of claim is a signed statement describing a creditor's claim. A proof of claim form may be obtained at www.uscourts.gov or any bankruptcy clerk's office.</p> <p>Your claim will be allowed in the amount scheduled unless:</p> <ul style="list-style-type: none"> • Your claim is designated as disputed, contingent or unliquidated; • You file a proof of claim in a different amount; or • You receive another notice <p>If your claim is not scheduled or if your claim is designated as disputed, contingent, or unliquidated, you must file a proof of claim or you might not be paid on your claim and you might be unable to vote on a plan. You may file a proof of claim even if your claim is scheduled.</p> <p>You may review the schedules at the bankruptcy clerk's office or online at www.pacer.gov</p> <p>Secured creditors retain rights in their collateral regardless of whether they file a proof of claim. Filing a proof of claim submits a creditor to the jurisdiction of the bankruptcy court, with consequences a lawyer can explain. For example, a secured creditor who files a proof of claim may surrender important nonmonetary rights, including the right to a jury trial.</p>	<p>Deadline for filing proof of claim: Not yet set. If a deadline is set, notice will be sent at a later time.</p>
<p>8. Exception to discharge deadline</p> <p>The bankruptcy clerk's office must receive a complaint and any required filing fee by the following deadline.</p>	<p>You must start a judicial proceeding by filing a complaint if you want to have a debt excepted from discharge under 11 U.S.C. § 1141(d)(6)(A).</p> <p>Deadline for filing the complaint: To be Determined</p>

9. Creditors with a foreign address	If you are a creditor receiving notice mailed to a foreign address, you may file a motion asking the court to extend the deadlines in this notice. Consult an attorney familiar with United States bankruptcy law if you have any questions about your rights in this case.
10. Filing a Chapter 11 bankruptcy case	Chapter 11 allows debtors to reorganize or liquidate according to a plan. A plan is not effective unless the court confirms it. You may receive a copy of the plan and a disclosure statement telling you about the plan, and you may have the opportunity to vote on the plan. You will receive notice of the date of the confirmation hearing, and you may object to confirmation of the plan and attend the confirmation hearing. Unless a trustee is serving, the debtor will remain in possession of the property and may continue to operate its business.
11. Discharge of debts	Confirmation of a chapter 11 plan may result in a discharge of debts, which may include all or part of your debt. See 11 U.S.C. § 1141(d). A discharge means that creditors may never try to collect the debt from the debtor except as provided in the plan. If you want to have a particular debt owed to you excepted from the discharge under 11 U.S.C. § 1141(d)(6)(A), you must start a judicial proceeding by filing a complaint and paying the filing fee in the bankruptcy clerk's office by the deadline.

Rider 1**Other Names Used in the Last 8 Years**

Current Entity Name	Former Names
iHeartMedia, Inc.	CC Media Holdings, Inc.
AMFM Broadcasting Licenses, LLC	N/A
AMFM Broadcasting, Inc.	N/A
AMFM Operating, Inc.	N/A
AMFM Radio Licenses, LLC	N/A
AMFM Texas Broadcasting, LP	N/A
AMFM Texas Licenses, LLC	N/A
AMFM Texas, LLC	N/A
Capstar Radio Operating Company	N/A
Capstar TX, LLC	N/A
CC Broadcast Holdings, Inc.	N/A
CC Finco Holdings, LLC	N/A
CC Licenses, LLC	N/A
Christal Radio Sales, Inc.	N/A
Cine Guarantors II, Inc.	N/A
Citicasters Co.	N/A
Citicasters Licenses, Inc.	N/A
Clear Channel Broadcasting Licenses, Inc.	N/A
Clear Channel Holdings, Inc.	N/A
Clear Channel Investments, Inc.	N/A
Clear Channel Metro, LLC	N/A
Clear Channel Mexico Holdings, Inc.	N/A
Clear Channel Real Estate, LLC	N/A
Critical Mass Media, Inc.	N/A
iHeartCommunications, Inc.	Clear Channel Communications, Inc.
iHeartMedia + Entertainment, Inc.	Clear Channel Broadcasting, Inc.
iHeartMedia Capital I, LLC	Clear Channel Capital I, LLC
iHeartMedia Capital II, LLC	Clear Channel Capital II, LLC
iHeartMedia Management Services, Inc.	Clear Channel Management Services, L.P.; Clear Channel Management Services, Inc.
iHM Identity, Inc.	Clear Channel Identity, Inc.
Katz Communications, Inc.	N/A
Katz Media Group, Inc.	N/A
Katz Millennium Sales & Marketing, Inc.	N/A
Katz Net Radio Sales, Inc.	N/A
M Street Corporation	N/A
Premiere Networks, Inc.	Premiere Radio Networks, Inc.
Terrestrial RF Licensing, Inc.	N/A
TTWN Media Networks, LLC	Metro Networks Communications, Inc.
TTWN Networks, LLC	Metro Networks, Inc.

EXHIBIT A

**United States Bankruptcy Court for the Southern District of Texas
Creditor Registration Form for Electronic Filing**